

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
TYLER DIVISION

IN RE ELECTRONIC DATA SYSTEMS
CORP. "ERISA" LITIGATION

THIS DOCUMENT RELATES TO:
ALL ACTIONS

CASE NO. 6:03-MD-1512
LEAD CASE: 6:03-CV-126
("ERISA")

JURY TRIAL DEMANDED

ORDER AND FINAL JUDGMENT APPROVING PROPOSED SETTLEMENT

This Court conducted a *Fairness Hearing* on August 6, 2008, on whether to approve the *Settlement* of the above captioned *Action* under the terms of the *Settlement Agreement* dated February 14, 2008, and contained as Exhibit A to the Order preliminarily approving the *Settlement*.

This *Court* finds that the *Settlement Class*, defined as “(a) all participants and former participants in the *Plan* and their beneficiaries for whose individual accounts the *Plan* purchased and/or held interests in EDS stock through the EDS Company Stock Fund (f/k/a the EDS Stock Fund or the GM Class E Stock Fund) at any time during the period September 7, 1999 through and including October 9, 2002, and the beneficiaries of such participants and former participants; and (b) all participants and former participants in the *Plan* and their beneficiaries for whose individual accounts the *Plan* purchased EDS stock through the EDS Company Stock Fund at any time during the period October 20, 2001 through and including November 18, 2002,” is appropriately certified as a class action under *Fed. R. Civ. P.* 23(b)(1)(A) for the ERISA claims and *Fed. R. Civ. P.* 23(b)(1)(B) for the Securities Act claims, and that all requirements to class certification under *Fed. R.*

Civ. P. 23 have been met. Excluded from the *Settlement Class*, however, are EDS, any other *Defendant*, the *Defendants' Immediate Family*, heirs, successors or assigns of any *Defendant*. This *Court* further finds that this *Settlement* is fair, adequate, and reasonable both to the *Settlement Class* and to the *Plan*, based on the report of the *Independent Fiduciary* dated March 10, 2008, and this *Court's* review, and:

HEREBY ORDERS, ADJUDGES AND DECREES and enters FINAL JUDGMENT approving this *Settlement* pursuant to section 2.1.4 of the *Settlement Agreement* and in accordance with the terms of the *Settlement Agreement*. Without in any way affecting the finality of this judgment, this *Court* retains continuing jurisdiction over the *Plan of Allocation* and over the *Structural and Equitable Relief* as provided for in Section 9 of the *Settlement Agreement*.

SO ORDERED this 6 day of August, 2008.

A handwritten signature in black ink, appearing to read 'Leonard Davis', written over a horizontal line.

HONORABLE LEONARD DAVIS
United States District Judge